

EXHIBIT D



STANDARD POLICY & PROCEDURE

SP&P 400 – Human resources – General Issues/Anti-Harassment/Equal employment Opportunity

1. Our Commitment (Policy Summary)

It is the policy of The Interpublic Group of Companies:

- To provide equal employment opportunities to all employees and applicants for employment without regard to race, color, religion, creed, national origin, gender, sexual orientation, age, gender identity, marital status, citizenship, disability, genetic information or veteran status or any other basis prohibited by applicable federal, state or local law.
- To provide reasonable accommodation to applicants and employees with known - disabilities, except where such an accommodation would create an undue hardship.
- To promote qualified employees from within the organization whenever possible.
- That no employee be subject to physical, verbal or psychological abuse by his or her supervisors, fellow employees or non-employees.
- That no employee be subject to prohibited harassment, including without limitation, sexual harassment

2. Scope

This policy applies to all domestic and international offices of Interpublic and its subsidiaries.

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Policy Contact: Human Resources

Effective Date: 10/01/2004

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3. General Issues - Employment Relationship

Unless local laws provide otherwise, employees have joined the Company freely and may terminate employment at any time with or without reason and with or without notice. Correspondingly, the Company has no legal obligation to continue employment and is entitled to terminate employment at any time, with or without reason and with or without notice. This is known as employment "at will."

Except for an employee who has a written agreement for employment for a specified period of time entered into between that employee and The Interpublic Group of Companies which has been authorized by the Interpublic Management Human Resources Committee, employment by Interpublic and its subsidiaries is not for a definite term. Employment may be terminated by Interpublic or any Operating Unit with or without cause and with or without notice, at any time, in accordance with Standard Policy & Procedure 404 provided such termination does not violate any applicable law including those prohibiting discrimination on account of race, color, religion, creed, national origin, gender, sexual orientation, age, gender identity, marital status, citizenship, disability, genetic information or veteran status, or any other basis prohibited by applicable federal, state or local law.

Where applicable, the Company will prepare written descriptions of employees information security responsibilities appropriate to a specific role.

Unless the Company has made an exception, all employees should sign the Interpublic Code of Conduct.

4. Anti-Harassment

The Interpublic and its subsidiaries will provide employees with a work environment free of prohibited harassment. Such harassing treatment is unacceptable conduct and is contrary to the Company's policy and the basic commitment to treat one another fairly and with dignity and respect.

Prohibited harassment is verbal or physical conduct that denigrates or shows hostility or aversion toward an individual because of his/her race, color, religion, creed, national origin, gender, sexual orientation, age, gender identity, marital status, citizenship, disability, genetic information or veteran status and that has the purpose

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or effect of creating an intimidating, hostile, or offensive working environment, unreasonably interfering with an individual's work performance or otherwise adversely affecting an individual's employment opportunities. Harassing conduct includes but is not limited to epithets, slurs, jokes, negative stereotyping, threatening, intimidating or hostile acts and written or graphic material placed on walls, bulletin boards, or elsewhere on the employer's premises or circulated in the workplace that denigrates or shows hostility or aversion toward an individual or group because of race, color, religion, creed, national origin, age, disability, genetic information, gender, citizenship, gender identity, or sexual orientation. Prohibited harassment can come from supervisors, fellow employees or non-employees.

Sexual harassment, one form of prohibited harassment, includes unwelcome sexual advances, requests for sexual favors, and other verbal or physical conduct of a sexual nature when (1) submission to such conduct is made either explicitly or implicitly a term or condition of an individual's employment, (2) submission to or rejection of such conduct by an individual is used as the basis for employment decisions affecting such individual, or (3) such conduct has the purpose or effect of unreasonably interfering with an individual's work performance or creating an intimidating, hostile or offensive working environment.

Physical contact between employees should be limited to customary business practice (e.g., shaking hands). Examples of the kind of conduct employees should not be subjected to include, but are not limited to:

- Sexually oriented or explicit remarks, including written or verbal references to sexual conduct, gossip regarding one's sex life, body, sexual activities, deficiencies, or prowess.
- Unwanted or offensive phone calls, letters, E-mail or voice-mail messages.
- Suggestive or sexually-explicit posters, calendars, photographs, graffiti or cartoons.

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5. Complaint Procedure

Any employee of Interpublic or an Operating Unit who believes that he or she has been subject to discrimination or abuse, including the policy against job related harassment based on race, color, religion, creed, national origin, gender, sexual orientation, age, gender identity, marital status, citizenship, disability, genetic information, veteran status or any other basis prohibited by applicable federal, state or local law should report the alleged violation immediately to the employee's supervisor who will refer the complaint to a senior HR representative. If the employee believes it would be inappropriate to discuss the matter with the employee's supervisor, he or she should report it to a senior Human Resources representative located in the office at which the employee works, to the chief administrative officer of that office or call the Interpublic Alertline at 1-800-828-0896.

The complaint will be promptly and thoroughly investigated and appropriate action will be taken. The complaint will be kept confidential to the maximum extent possible (as appropriate, the Operating Unit will advise the Company's HR and/or Legal departments). Any violation of information security policy will be subject to discipline in accordance with company policy.

If Interpublic or its subsidiaries determines that an employee is guilty of harassing another employee, the appropriate disciplinary action will be taken against the offending employee, up to and including termination of employment. However, if The Interpublic Group of Companies determines that an employee has intentionally made a false accusation against another employee; appropriate disciplinary action will be taken against the offending employee, up to and including termination of employment.

There will be no retaliation against anyone who in good faith complains of or opposes harassment or participates in any investigation.

This complaint procedure may also be used in the case where an employee of Interpublic or its subsidiaries believes that a non-employee, such as a vendor or client of the Interpublic and its subsidiaries, is subjecting such employee to discrimination, including the policy against job-related harassment based on race, religion, national origin, sex, sexual orientation, age, veteran status or disability, genetic information or any other basis prohibited by applicable federal, state or local law. The Interpublic and its subsidiaries will not tolerate such conduct.

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6. Equal Employment Opportunities

Further, both Interpublic and its subsidiaries will disseminate information regarding equal employment opportunities as follows:

- All recruitment advertising will carry the phrase, An Equal Opportunity Employer.
- Government Equal Employment Opportunity notices and/or posters will be displayed appropriately.
- The Equal Employment Opportunities and anti-harassment policies will be distributed and acknowledged in orientation programs for new employees.
- Outside recruitment sources will be notified that the Interpublic Group of Companies is an Equal Employment Opportunity Employer.

The Interpublic and its subsidiaries will implement this policy by providing:

- Equal pay for equal work in accordance with the Fair Labor Standards Act.
- Identification and use of local employment sources of minority applicants such as: government employment services, private employment agencies, local schools and colleges and placement services of Community Action Programs.

Interpublic and its subsidiaries will maintain records of Equal Employment Opportunity activities and all other mandatory records as required by law.

7. Document Control

Date Modified	Modified By	Description of Change